

Form ADV Part 2A Brochure

Cover Page - Item 1

Hyperion Partners, LLC

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February 4, 2019

Hyperion Partners, LLC is a registered investment adviser. An "investment adviser" means any person who, for compensation, engages in the business of advising others, either directly or through publications or writings, as to the value of securities or as to the advisability of investing in, purchasing, or selling securities, or who, for compensation and as part of a regular business, issues or promulgates analyses or reports concerning securities. Registration with the SEC or any state securities authority does not imply a certain level of skill or training.

This brochure provides information about the qualifications and business practices of Hyperion Partners, LLC. If you have any questions about the contents of this brochure, please contact us at (484) 584-4708. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority.

Additional information about Hyperion Partners, LLC is available on the SEC's website at www.adviserinfo.sec.gov.

Material Changes - Item 2

The purpose of this page is to inform you of any material changes since the previous version of this brochure.

On February 4, 2019, we submitted our annual updating amendment filing for fiscal year 2018 and updated Item 4 of our Form ADV Part 2A Brochure to disclose discretionary assets under management of approximately \$119,003,272, and non-discretionary assets under management of approximately \$0.

If you would like to receive a complete copy of our current brochure free of charge at any time, please contact us at (484) 584-4708.

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Advisory Business - Item 4

Hyperion Partners, LLC (hereinafter "Hyperion") is a registered investment advisor based in Devon, Pennsylvania. We are a limited liability company, organized under the laws of the Commonwealth of Pennsylvania. We have been providing investment advisory services since 2018. Vaughn Raye Schill is the principal owner of Hyperion.

You may see the term Associated Person throughout this Brochure. As used in this Brochure, this term refers to anyone from our firm who is an officer, an employee, and all individuals providing investment advice on behalf of our firm. Where required, such persons are properly registered as investment adviser representatives.

Currently, we offer the following investment advisory services, personalized for each individual Client:

- **Wealth Management Services**
- **Financial Planning Services**
- **Portfolio Management Services**
- **Pension Consulting Services**

Wealth Management Services

Hyperion provides broad-based wealth management services to Clients. This service is a combination of financial planning and portfolio management services. Clients purchasing this service receive a financial plan that is used to assist Hyperion in organizing a Client's financial information and determining the scope of services that are most suitable for the Client's financial situation and investment needs. Once a financial plan is in place, the firm implements investment recommendations as part of its ongoing portfolio management service. The financial plan is monitored and revised on an as needed basis. Hyperion's financial planning and portfolio management services are described in further detail below.

Financial Planning Services

Hyperion offers various financial planning related services, which assist Clients in the management of their financial resources. Financial planning services are based upon an analysis of the Client's individual needs beginning with one or more information gathering consultations. Once the firm has collected and analyzed all documentation gathered during these consultations, Hyperion provides a written financial plan designed to achieve the Client's financial goals and objectives. Hyperion then assists Clients in developing a strategy for the successful management of income, assets, and liabilities. In general, financial planning services may include any one or all of the following:

- **Cash Flow Analysis** – Assessment of present financial situation by collecting information regarding net worth and cash flow statements, tax returns, insurance policies, investment portfolios, pension plans, employee benefit statements, etc. The firm advises on ways to reduce risk; and, to coordinate and organize records and estate information.
- **Retirement Analysis** – Identification of long-term financial and personal goals and objectives including advice for accumulating wealth for retirement income or appropriate distribution of assets following retirement. Tax consequences and implications are identified and evaluated.
- **Insurance Analysis** – Includes risk management associated with advisory recommendations based on a combination of insurance types to meet your needs, e.g., life, health, disability, and long-term care insurance. This will necessitate an analysis of cash needs of the Client's family at death, income needs of surviving dependents, and potential disability income needs.
- **Portfolio Analysis/Investment Planning** – Presentation of investment alternatives, including asset allocation and its effect on the Client's portfolio; evaluation of economic and tax characteristics of existing investments as well as their suitability for the Client; and, identification and evaluation of tax

consequences and their implications.

- Education Savings Analysis – Alternatives and strategies with respect to the complete or partial funding of college or other post-secondary education.
- Estate Analysis – Advising Clients with respect to property ownership, distribution strategies, estate tax reduction, and tax payment techniques.

The recommendations and solutions are designed to achieve the Client's desired goals, subject to periodic evaluation of the financial plan, which may require revision to meet changing circumstances. Financial plans are based on your financial situation based on the information provided to the firm. We should be notified promptly of any change to your financial situation, goals, objectives, or needs.

Clients can also request financial planning services that cover a specific area, such as retirement or estate planning, asset allocation analysis, manager due diligence, and 401(k) platform due diligence. Clients may choose to accept or reject our recommendations. If you decide to proceed with our recommendations, you may do so by engaging us for investment advisory services or by using any advisory, brokerage, or insurance provider you choose.

Note: Information related to tax and legal consequences that is provided as part of the financial plan is for informative purposes only. Clients are instructed to contact their tax or legal advisers for personalized advice.

Portfolio Management Services - Wrap Fee Program

Hyperion is the portfolio manager and sponsor of the Hyperion Wrap Fee Program. A wrap fee program combines portfolio management, advisory services, and trade execution for a single fee. Hyperion, as portfolio manager is responsible for the research, security selection, and implementation of transaction orders in the Client's account. The transactions in the Client's account will be executed by and custodied at Charles Schwab & Co., Inc. (Schwab), a FINRA-registered broker-dealer, member SIPC. The Client pays Hyperion an all inclusive Wrap fee. Hyperion pays Schwab a portion of this fee for trade execution expenses. Detailed information about the Hyperion Wrap Fee Program and program fees is provided in the Form ADV Part 2A, Appendix 1 (Wrap Brochure) that is attached to this Form ADV Part 2A Disclosure Brochure.

Pension Consulting Services

Hyperion provides several defined contribution plan and defined benefit plan consulting services separately or in combination. While the primary Clients for these services will be pension, profit sharing, and 401(k) plans, Hyperion will also offer these services, where appropriate, to businesses, individuals, trusts, estates, and charitable organizations. Pension consulting services are comprised of four distinct services. Clients may choose to use any or all of these services:

Selection of Investment Vehicles

Hyperion will review various investments, consisting of one or all of the following: individual equities, bonds, other investment products, and mutual funds (both index and managed) to determine which of these investments are appropriate. The number of investments to be recommended will be determined by the Client.

Monitoring of Investment Performance

Client investments will be monitored continuously. Although Hyperion will not be directly effecting transactions, Hyperion will supervise the Client's portfolio and will make recommendations to the Client as market factors and the Client's needs dictate through periodic reviews.

Employee Communications

For pension, profit sharing and 401(k) plans where the individual account participant exercises control over assets in his/her own account (hereinafter "self-directed plans"), Hyperion also provides educational support and investment workshops designed for the Plan participants. The nature of the topics to be covered will be determined by Hyperion and the Client under the guidelines established in ERISA Section 404(c). Generally, the educational support and investment workshops will NOT provide Plan participants with individualized, tailored

investment advice or individualized, tailored asset allocation recommendations.

Other pension consulting services are available on request. All of our pension consulting services, whether general or customized, will be outlined in an Agreement that shows the services that will be provided and the fees that will be charged for those services.

Assets Under Management

As of December 31, 2018, we manage approximately \$119,003,272 in client assets on a discretionary basis, and \$0 in client assets on a non-discretionary basis.

Fees and Compensation - Item 5

Wealth Management Services Fees

On an annualized basis, Hyperion charges a wealth management fee of up to 1.00% of assets under management. Wealth management fees are negotiable depending on factors such as the amount of assets under management, range of investments, and complexity of the Client's financial circumstances, among others. The exact fee to be paid by the Client will be clearly stated in the wealth management agreement signed by the Client and the firm.

Wealth management fees are billed quarterly, in arrears; and, they are based on the value of your portfolio at the end of the preceding quarter. Terms of payment are stated in the wealth management agreement signed by the Client and the firm. Generally, the wealth management fee will be deducted from the Client's account held with a non-affiliated, qualified custodian. The qualified custodian will provide the Client with an account statement at least quarterly. This statement will detail all account activity, including any fees deducted from the account(s).

At the inception of wealth management services, the first pay period's fees will be calculated on a pro-rata basis. The wealth management agreement between the Client and Hyperion will continue in effect until either party terminates the wealth management agreement in accordance with the terms of the wealth management agreement. Hyperion's annual fee will be pro-rated through the date of termination. Refunds are not applicable since fees are payable in arrears.

Financial Planning Services Fees

For stand-alone financial planning services, Hyperion charges a negotiable fixed fee that ranges from \$2,500 to \$25,000. Prior to engaging Hyperion to provide financial planning services, Clients will be required to enter into a written financial planning agreement. The financial planning agreement will set forth the terms and conditions of the engagement and will describe the scope of the services to be provided. Fees are payable as invoiced and in accordance with a payment arrangement that is clearly set forth in the financial planning agreement signed by the Client and the firm. Hyperion does not require the prepayment of over \$1,200, six or more months in advance.

Either party may terminate the financial planning agreement by written notice to the other. Refunds are not applicable since fees are payable in arrears.

Pension Consulting Services Fees

The compensation arrangement for pension consulting services is based on fixed fees, or a percentage of the plan assets. Services will be negotiated on a case-by-case basis. The exact services to be provided, the fee to be paid by the Client, fee payment arrangements, how to terminate the contract, and other terms will be clearly stated in the pension consulting agreement signed by the Client and Hyperion.

Clients who choose to have Hyperion's fee deducted directly from their account must provide authorization. The qualified custodian holding Client funds and securities will send an account statement on at least a quarterly basis. This statement will detail account activity. Clients are encouraged to review each statement for accuracy.

Additional Fees and Expenses

Fees are negotiable based on the amount of assets under management, complexity of Client goals and objectives, and level of services rendered. As described above, the fees are charged as described and are not based on a share of capital gains of the funds of any advisory Client.

All fees paid to Hyperion for investment advisory services are separate and distinct from the fees and expenses charged to shareholders by mutual funds or exchange traded funds. These fees and expenses are described in each fund's prospectus. These fees generally include a management fee, other fund expenses, and a possible distribution fee. If the fund also imposes sales charges, you may pay an initial or deferred sales charge.

A Client could invest in a mutual fund directly, without the services of Hyperion. In which case, the Client would not receive the services provided by Hyperion, which are designed, among other things, to assist the Client in determining which mutual fund or funds are most appropriate to their financial condition and objectives. Accordingly, Clients should review the fees charged by the funds and the fees charged by Hyperion to fully understand the total amount of fees charged and to evaluate the cost of advisory services being provided.

General Information on Advisory Services and Fees

We do not represent, warrant, or imply that the services or methods of analysis employed by us can or will predict future results, successfully identify market tops or bottoms, or insulate you from losses due to market corrections or declines.

We shall never have physical custody of any Client funds or securities, as the services of a qualified and independent custodian will be used for those services. We will send you an invoice for the payment of our advisory fee, or we will deduct our fee directly from your account through the qualified custodian holding your funds and securities. We will deduct our advisory fee only when you have given us written authorization permitting the fees to be paid directly from your account. Further, the qualified custodian will deliver an account statement to you at least quarterly. These account statements will show all disbursements from your account. You should review all statements for accuracy. We will also receive a duplicate copy of your account statements.

Compensation for the Sale of Insurance Products

Certain Executive officers and other Associated Persons of Hyperion are licensed as independent insurance agents. These persons will earn commission-based compensation for selling insurance products, including insurance products they sell to Clients of Hyperion. Insurance commissions earned by these persons are separate and in addition to Hyperion's advisory fees. This practice presents a conflict of interest because persons providing investment advice on behalf of our firm who are insurance agents have an incentive to recommend insurance products to you for the purpose of generating commissions rather than solely based on your needs. **Clients of our firm are under no obligation, contractually or otherwise, to purchase insurance products through any person or entity affiliated with our firm.**

Performance-Based Fees and Side-By-Side Management - Item 6

Performance-based fees are based on a share of capital gains on or capital appreciation of the Client's assets. Side-by-side management refers to the practice of managing accounts that are charged performance-based fees while at the same time managing accounts that are not charged performance-based fees. We do not accept performance-based fees or participate in side-by-side management. Our fees are calculated as described in the *Fees and Compensation* section above, and are not charged on the basis of a share of capital gains upon, or capital appreciation of, the funds in your advisory account(s).

Types of Clients - Item 7

We generally offer investment advisory services to individuals, pension and profit sharing plans and participants, trusts, estates, charitable organizations, corporations, and other business entities.

Hyperion generally requires a minimum account size of \$500,000 for advisory accounts. However, from time-to-time, in its sole discretion, Hyperion may accept smaller accounts based on various criteria, such as anticipated future assets, related accounts, and other factors.

Methods of Analysis, Investment Strategies and Risk of Loss - Item 8

Methods of Analysis

Hyperion's primary method of analysis is Fundamental analysis. Fundamental analysis is a method of evaluating a company or security by attempting to measure its intrinsic value. In other words, trying to determine a company's or security's true value by looking at all aspects of the business, including both tangible factors (e.g., machinery buildings, land, etc.) and intangible factors (e.g., patents, trademarks, "brand" names, etc.). Fundamental analysis also involves examining related economic factors (e.g., overall economy and industry conditions, etc.); financial factors (e.g., company debt, interest rates, management salaries and bonuses, etc.); qualitative factors (e.g., management expertise, industry cycles, labor relations, etc.); and, quantitative factors (e.g., debt-to-equity and price-to-equity ratios). The end goal of performing fundamental analysis is to produce a value that an investor can compare with the security's current price in hopes of figuring out what positions to take in that security (underpriced = buy, overpriced = sell or short). This method of security analysis is considered to be the opposite of technical analysis. Fundamental analysis uses real data to evaluate a security's value. Although most analysts use fundamental analysis to value stocks, this method of valuation can be used for most types of securities.

Investment Strategies

We may use one or more of the following investment strategies when advising you on investments:

- Long Term Purchases – securities held for over a year.
- Short Term Purchases – securities held for less than a year.
- Covered Options – covered option is a strategy in which an investor writes an option contract while at the same time owning an equivalent number of shares of the underlying stock.

Risk of Loss

Clients should be aware that investing in securities involves a risk of loss that they should be prepared to bear. Past performance is not indicative of future results. Therefore, you should never assume that future performance of any specific investment or investment strategy will be profitable. Investing in securities (including stocks, mutual funds, and bonds, etc.) involves risk of loss. Further, depending on the different types of investments there may be varying degrees of risk. You should be prepared to bear investment loss including loss of original principal. Because of the inherent risk of loss associated with investing, our firm is unable to represent, guarantee, or even imply that our services and methods of analysis can or will predict future results, successfully identify market tops or bottoms, or insulate you from losses due to market corrections or declines.

There are certain additional risks associated with investing in securities, such as the following:

Market Risk – Either the stock market as a whole, or the value of an individual company, goes down resulting in a decrease in the value of Client investments. This is also referred to as systemic risk.

Equity (stock) market risk – Common stocks are susceptible to general stock market fluctuations and to volatile increases and decreases in value as market confidence in and perceptions of their issuers change. If you held common stock, or common stock equivalents, of any given issuer, you would generally be exposed to greater risk than if you held preferred stocks and debt obligations of the issuer.

Company Risk – When investing in stock positions, there is always a certain level of company or industry specific risk that is inherent in each investment. This is also referred to as unsystematic risk and can be reduced through appropriate diversification. There is the risk that the company will perform poorly or have its value reduced based on factors specific to the company or its industry. For example, if a company's employees go on strike or the company receives unfavorable media attention for its actions, the value of the company may be reduced.

Fixed Income Risk – When investing in bonds, there is the risk that the issuer will default on the bond and be unable to make payments. Further, individuals who depend on set amounts of periodically paid income face the risk that inflation will erode their spending power. Fixed-income investors receive set, regular payments that face the same inflation risk. In addition pricing risk if not held to maturity and interest rate move.

Options Risk – Options on securities may be subject to greater fluctuations in value than an investment in the underlying securities. Purchasing and writing put and call options are highly specialized activities and entail greater than ordinary investment risks. Options can expire causing the entire amount to be invested in the option lost.

ETF and Mutual Fund Risk – When investing in an ETF or mutual fund, you will bear additional expenses based on your pro rata share of the ETF's or mutual fund's operating expenses, including the potential duplication of management fees. The risk of owning an ETF or mutual fund generally reflects the risks of owning the underlying securities the ETF or mutual fund holds.

Management Risk – Your investment with our firm varies with the success and failure of our investment strategies, research, analysis and determination of portfolio securities. If our investment strategies do not produce the expected returns, the value of the investment will decrease.

Municipal Securities Risk – The value of municipal obligations can fluctuate over time, and may be affected by adverse political, legislative and tax changes, as well as by financial developments that affect the municipal issuers. Because many municipal obligations are issued to finance similar projects by municipalities (e.g., housing, healthcare, water and sewer projects, etc.), conditions in the sector related to the project can affect the overall municipal market. Payment of municipal obligations may depend on an issuer's general unrestricted revenues, revenue generated by a specific project, the operator of the project, or government appropriation or aid. There is a greater risk if investors can look only to the revenue generated by the project. In addition, municipal bonds generally are traded in the "over-the-counter" market among dealers and other large institutional investors. From time to time, liquidity in the municipal bond market (the ability to buy and sell bonds readily) may be reduced in response to overall economic conditions and credit tightening.

Alternatives – Non-traded REITs, business development companies, limited partnerships, and direct alternatives are subject to various risks such as liquidity and property devaluation based on adverse economic and real estate market conditions and may not be suitable for all investors. A prospectus that discloses all risks, fees, and expenses may be obtained from your advisor. Read the prospectus carefully before investing. This is not a solicitation or offering which can only be made in conjunction with a copy of the prospectus. Investors considering an investment strategy utilizing alternative investments should understand that alternative investments are generally considered speculative in nature and may involve a high degree of risk, particularly if concentrating investments in one or few alternatives investments.

Foreign Securities Risk – Foreign securities are subject to additional risks not typically associated with investments in domestic securities. These risks may include, among others, currency risk, country risks (political, diplomatic, regional conflicts, terrorism, war, social and economic instability, currency devaluations and policies that have the

effect of limiting or restricting foreign investment or the movement of assets), different trading practices, less government supervision, less publicly available information, limited trading markets and greater volatility. To the extent that underlying funds invest in issuers located in emerging markets, the risk may be heightened by political changes, changes in taxation, or currency controls that could adversely affect the values of these investments. Emerging markets have been more volatile than the markets of developed countries with more mature economies.

Disciplinary Information - Item 9

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of us or of the integrity of our management. Neither we nor our management persons have a history of material legal or disciplinary events.

Other Financial Industry Activities or Affiliations - Item 10

Hyperion Partners is also a licensed insurance agency and sells various insurance products for commission-based compensation. Certain Executive officers and other Associated Persons of Hyperion are also insurance agents and can effect transactions in insurance products for commission-based compensation. Clients should be aware that a conflict of interest is inherent in such an arrangement. Clients are instructed that the fees paid to the firm for advisory services are separate and distinct from the commissions earned by its Associated Persons for placing the Client in insurance products. Clients of Hyperion are not required to purchase insurance products from the firm or the firm's Associated Persons and can purchase insurance products from any insurance agency and agent they choose.

Code of Ethics, Participation or Interest in Client Transactions and Personal Trading - Item 11

Description of Our Code of Ethics

Hyperion has adopted a Code of Ethics (the "Code") to address investment advisory conduct. The Code focuses primarily on fiduciary duty, personal securities transactions, insider trading, gifts, and conflicts of interest. The Code includes Hyperion's policies and procedures developed to protect Client's interests in relation to the following topics:

- The duty at all times to place the interests of Clients first;
- The requirement that all personal securities transactions be conducted in such a manner as to be consistent with the Code;
- The responsibility to avoid any actual or potential conflict of interest or misuse of an employee's position of trust and responsibility;
- The fiduciary principle that information concerning the identity of security holdings and financial circumstances of Clients is confidential; and
- The principle that independence in the investment decision-making process is paramount.

A copy of Hyperion's Code of Ethics is available upon request to our firm at (484) 584-4708.

Personal Trading Practices

At times, Hyperion and/or its related persons may take positions in the same securities as Clients, which may pose a conflict of interest with Clients. In an effort to uphold our fiduciary duties to Clients, Hyperion and its related persons will generally be "last in" and "last out" for the trading day when trading occurs in close proximity to Client

trades. Front running (trading shortly ahead of Clients) is prohibited. Should a conflict occur because of materiality (e.g., a thinly traded stock), disclosure will be made to the Client(s) at the time of trading. Incidental trading not deemed to be a conflict (e.g., a purchase or sale which is minimal in relation to the total outstanding value, and as such would have negligible effect on the market price) would not be deemed a material conflict requiring disclosure at the time of trading.

Brokerage Practices - Item 12

Hyperion has an institutional custodial relationship with Charles Schwab & Co., Inc. (Schwab), a FINRA-registered broker-dealer, member SIPC. Schwab Advisor Services (formerly called Schwab Institutional) is Schwab's business serving independent investment advisory firms like us. We are independently owned and operated and not affiliated with Schwab. Schwab will hold your assets in a brokerage account and will buy and sell securities in your account(s) upon our instructions. While we recommend that you use Schwab as custodian/broker, you will decide whether to do so and you will open your account with Schwab by entering into an account agreement directly with them. We do not open the account for you.

Your Custody and Brokerage Costs

Schwab generally does not charge you separately for custody services, but is compensated by charging commissions or other fees on trades that it executes or that settle into your Schwab account. In addition to commissions, Schwab charges a flat dollar amount as a "prime broker" or "trade away" fee for each trade that we have executed by a different broker-dealer but where the securities bought or the funds from the securities sold are deposited (settled) into your Schwab account. Clients who have opened a Wrap Program account do not pay any separate fees to Schwab because Hyperion's fee is inclusive of all fees paid to Schwab.

Research and Other Soft Dollar Benefits

Although not considered "soft dollar" compensation, Hyperion may receive some economic benefits from Schwab Advisor Services in the form of access to its institutional brokerage, trading, custody, reporting and related services, many of which are not typically available to Schwab retail customers. Schwab also makes available various support services. Some of those services help us manage or administer our Clients' accounts while others help us manage and grow our business. Schwab's support services are generally available on an unsolicited basis (we don't have to request them) and at no charge to us as long as we keep a total of at least \$10 million of our Clients' assets in accounts at Schwab. If we have less than \$10 million in Client assets at Schwab, Schwab may charge us quarterly service fees. Below is a detailed description of Schwab's support services:

Services that Benefit You: Schwab's institutional brokerage services include access to a broad range of investment products, execution of securities transactions, and custody of Client assets. The investment products available through Schwab include some to which we might not otherwise have access or that would require a significantly higher minimum initial investment by our Clients. Schwab's services described in this paragraph generally benefit you and your account.

Services that May Not Directly Benefit You: Schwab also makes available to us other products and services that benefit us but may not directly benefit you or your account. These products and services assist us in managing and administering our Clients' accounts. They include investment research, both Schwab's own and that of third parties. We may use this research to service all or some substantial number of our Clients' accounts, including accounts not maintained at Schwab. In addition to investment research, Schwab also makes available software and other technology that:

- provide access to Client account data (such as duplicate trade confirmations and account statements);
- facilitate trade execution and allocate aggregated trade orders for multiple Client accounts;
- provide pricing and other market data;

- facilitate payment of our fees from our Clients' accounts; and
- assist with back-office functions, recordkeeping, and Client reporting.

Services that Generally Benefit Only Us: Schwab also offers other services intended to help us manage and further develop our business enterprise. These services include:

- educational conferences and events;
- technology, compliance, legal, and business consulting;
- publications and conferences on practice management and business succession; and
- access to employee benefits providers, human capital consultants, and insurance providers.

Schwab may provide some of these services itself. In other cases, it will arrange for third-party vendors to provide the services to us. Schwab may also discount or waive its fees for some of these services or pay all or a part of a third party's fees. Schwab may also provide us with other benefits such as occasional business entertainment of our personnel.

Hyperion understands its duty for best execution and considers all factors in making recommendations to Clients. These research services may be useful in servicing all Hyperion Clients, and may not be used in connection with any particular account that may have paid compensation to the firm providing such services. While Hyperion may not always obtain the lowest commission rate, Hyperion believes the rate is reasonable in relation to the value of the brokerage and research services provided.

Brokerage for Client Referrals

We do not receive Client referrals from broker-dealers and custodians with which we have an institutional advisory arrangement. Also, we do not receive other benefits from a broker-dealer in exchange for Client referrals.

Directed Brokerage

Hyperion does not allow Clients to direct the firm to use a specified broker-dealer other than one recommended by our firm. Not all advisers require their Clients to direct brokerage to a specific broker-dealer. By directing brokerage to only the recommended broker-dealer, we may be unable to achieve the lowest execution costs and you may pay more for these services than you would pay for comparable services available through other broker-dealers. However, consistent with our fiduciary duties and due diligence, we have determined that the broker-dealer recommended provides our Clients with quality services at competitive prices.

Trade Aggregation/Block Trading

Hyperion may aggregate transactions in equity and fixed income securities for a Client with other Clients to improve the quality and cost of execution. When transactions are aggregated, the actual prices applicable to the aggregated transactions will be averaged, and the Client account will be deemed to have purchased or sold its proportionate share of the securities involved at the average price obtained. Hyperion may determine not to aggregate transactions, for example, based on the size of the trades, the number of Client accounts, the timing of the trades, and the liquidity of the securities. If the firm does not aggregate orders, some Clients purchasing securities around the same time may receive a less favorable price than other Clients. This means that this practice of not aggregating may cost Clients more money. Hyperion and/or its Associated Persons may participate in block trades with Clients; however, Hyperion and/or its Associated Persons will not participate on a pro rata basis for partial fills.

Review of Accounts - Item 13

Portfolio Management Account Reviews

Hyperion monitors Client account holdings on a continuous basis and conducts formal account reviews at least

annually. Accounts are reviewed by the Associated Person assigned to the account.

Additional reviews may be offered in certain circumstances. Triggering factors that may stimulate additional reviews include, but are not limited to, changes in economic conditions, changes in the Client's financial situation or investment objectives, or upon Client request.

A financial plan is a snapshot in time and no ongoing reviews are conducted, unless you have engaged us for periodic updates. We recommend a plan review at least annually.

Clients will receive statements directly from their account custodian(s) at least quarterly. Hyperion may also provide performance reports on an as needed basis.

Client Referrals and Other Compensation - Item 14

Hyperion has brokerage and clearing arrangements with Schwab and the firm may receive additional benefits from them in the form of electronic delivery of Client information, electronic trading platforms, institutional trading support, proprietary and/or third party research, continuing education, practice management advice, and other services provided by custodians for the benefit of investment advisory Clients.

Hyperion does not currently have any Client referral or compensation agreements with outside parties for domestic accounts as defined by Rule 206(4)-3 of the Investment Advisers Act of 1940 or similar state statute.

Custody - Item 15

Hyperion is deemed to have custody of Client funds because of the fee deduction authority granted by the Client in the Advisory Agreement.

The custodian will not verify the calculation of the advisory fees. You will receive account statements at least quarterly from the broker-dealer or other qualified custodian. You are urged to review custodial account statements for accuracy.

Investment Discretion - Item 16

Hyperion offers Portfolio Management Services on a discretionary basis. Clients must grant discretionary authority in the management agreement. Discretionary authority extends to the types and amounts of securities to be bought and sold in Client accounts. Apart from the ability to withdraw management fees, Hyperion does not have the ability to withdraw funds or securities from the Client's account. The Client provides Hyperion discretionary authority via a limited power of attorney in the management agreement and in the contract between the Client and the custodian.

If you wish, you may limit our discretionary authority, for example, by setting a limit on the type of securities that can be purchased for your account. Simply provide us with your restrictions or guidelines in writing. Please refer to the "Advisory Business" section in this Brochure for more information on our discretionary management services.

Voting Client Securities - Item 17

Hyperion does not vote proxies. It is the Client's responsibility to vote proxies. Clients will receive proxy materials directly from the custodian. Questions about proxies may be made via the contact information on the cover page.

Financial Information - Item 18

We are required in this Item to provide you with certain financial information or disclosures about Hyperion's, financial condition. Hyperion does not require the prepayment of over \$1,200, six or more months in advance. Additionally, Hyperion has no financial commitment that impairs its ability to meet contractual and fiduciary commitments to Clients, and it has not been the subject of a bankruptcy proceeding.

Requirements of State-Registered Advisers - Item 19

This section is not applicable because our firm is SEC registered.

Miscellaneous

Confidentiality

Hyperion views protecting its customers' private information as a top priority, and pursuant to the requirements of the Gramm-Leach-Bliley Act, it has instituted policies and procedures to ensure that customer information is kept private and secure. Hyperion does not disclose any nonpublic personal information about its customers or former customers to any nonaffiliated third parties, except as permitted by law. In the course of servicing a Client account, Hyperion may share some information with its service providers, such as transfer agents, custodians, broker-dealers, accountants, and lawyers.

Hyperion restricts internal access to nonpublic personal information about its Clients to those employees who need to know that information in order to provide products or services to the Client. Hyperion maintains physical and procedural safeguards that comply with state and federal standards to guard a Client's nonpublic personal information and ensure its integrity and confidentiality. It is Hyperion's policy never to sell information about current or former customers or their accounts to anyone. We will not to share information unless required to process a transaction, at the request of the Client, or as required by law.

A copy of Hyperion's privacy policy notice will be provided to each Client prior to, or contemporaneously with, the execution of the agreement(s) for services. Thereafter, Hyperion will deliver a copy of the current privacy policy notice to its Clients upon any material changes to its privacy policies and practices. If you have any questions regarding your privacy, please contact our firm at (484) 584-4708.

Form ADV Part 2A, Appendix 1: Wrap Fee Program Brochure

Cover Page - Item 1

Hyperion Partners, LLC

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www.HyperionPartnersLLC.com

October 29, 2018

Hyperion Partners, LLC is a registered investment adviser. An "investment adviser" means any person who, for compensation, engages in the business of advising others, either directly or through publications or writings, as to the value of securities or as to the advisability of investing in, purchasing, or selling securities, or who, for compensation and as part of a regular business, issues or promulgates analyses or reports concerning securities. Registration with the SEC or any state securities authority does not imply a certain level of skill or training.

This wrap fee program brochure provides information about the qualifications and business practices of Hyperion Partners, LLC. If you have any questions about the contents of this brochure, please contact us at (484) 584-4708. The information in this brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority.

Additional information about Hyperion Partners, LLC is available on the SEC's website at www.adviserinfo.sec.gov.

Material Changes - Item 2

The purpose of this page is to inform you of any material changes since the previous version of this wrap fee brochure. This is our firm's first wrap fee brochure; therefore, we have not made any material changes.

If you would like to receive a complete copy of our current brochure free of charge at any time, please contact us at (484) 584-4708.

Table of Contents - Item 3

A table of contents is provided in Item 3 of the firm's Form ADV Part 2A Disclosure Brochure above.

Services Fees and Compensation - Item 4

Services

Hyperion Partners, LLC (hereinafter "Hyperion") offers a wrap fee program, the Hyperion Wrap Fee Program, whereby Hyperion manages Client accounts for a single, bundled fee that includes portfolio management services, custodial services, and transaction/commission costs. Under the Hyperion Wrap Fee Program, Hyperion offers discretionary investment advice designed to assist Clients in obtaining professional portfolio management for a convenient inclusive "wrap fee."

You may see the term Associated Person throughout this Brochure. As used in this Brochure, this term refers to anyone from our firm who is an officer, employee, and all individuals providing investment advice on behalf of our firm. Where required, such persons are properly registered as investment adviser representatives.

As portfolio manager, Hyperion and its Associated Persons are responsible for the research, security selection, and implementation of transaction orders in the Client's account. The transactions in the Client's account will be executed by Charles Schwab & Co., Inc. (Schwab), a FINRA-registered broker-dealer, member SIPC.

The Client pays Hyperion an all inclusive Wrap fee. Hyperion pays Schwab a portion of this fee for trade execution expenses. The terms and conditions under which a Client participates in the Hyperion Wrap Fee Program are set forth in the written agreement between the Client and Hyperion. The overall cost incurred from participation in the Hyperion Wrap Fee Program may be higher or lower than if the services were purchased separately.

The portfolio management services for the Hyperion Wrap Fee Program are offered on a discretionary basis. Our investment advice is tailored to meet our Clients' needs and investment objectives. Subject to any written guidelines that you may provide, we will be granted discretionary authority to manage your account. Once the portfolio allocation has been agreed upon, the ongoing supervision and management of the portfolio will be our responsibility. Discretionary authorization is granted to us by you in a written agreement. This allows our firm to decide on specific securities, the quantity of the securities and placing buy or sell orders for your account without obtaining your approval for each transaction. This type of authorization is granted using either the investment advisory agreement the Client signs with our firm, a limited power of attorney agreement, or trading authorization forms. You may limit our discretionary authority (for example, limiting the types of securities that can be purchased for your account) by providing our firm with restrictions and guidelines in writing.

Wrap accounts are managed to diversify Clients' investments and may include various types of securities such as equity securities, exchange traded funds, mutual funds, U.S. government securities, corporate debt securities, municipal securities, alternative investments, non traded REITS, and options strategies. In limited cases, we may also recommend investments in limited partnerships such as hedge funds and private equity funds. Other types of investments may also be recommended where we deem such investments appropriate based on your stated goals and objectives. We may also make recommendations regarding any type of investment held in your portfolio at the inception of the advisory relationship.

Asset allocation models diversified among investment styles and/or asset classes are developed and managed by us based on research conducted by Hyperion. Once the Client portfolio is constructed, Hyperion provides continuous supervision of the portfolio as changes in the market conditions and Client circumstances may require. Investments and allocations are determined based upon the Clients' predefined objectives, risk tolerance, time horizons, financial horizons, financial information, and other various suitability factors. Further restrictions and guidelines imposed by Clients may affect the composition and performance of a Client's portfolio. For these reasons, performance of the portfolio might not be identical with other Clients of Hyperion. We review the Clients' financial circumstances and investment objectives on an ongoing basis and make adjustments to Clients' portfolios or allocation models as may be necessary to achieve the desired results.

In providing the contracted services, we are not required to verify any information we receive from you or from your other professionals (e.g., attorneys, accountants, etc.) and we are expressly authorized to rely on the information you provide. You must promptly notify our firm of any changes in your financial circumstances or investment objectives that might affect the manner in which your accounts should be managed.

Fees

The Hyperion Wrap Fee Program is a component of the wealth management services offered by the firm. The wealth management service fees are described in Item 5 of the firm's Form ADV Part 2A Disclosure Brochure above.

Termination

At the inception of wealth management services, the first pay period's fees will be calculated on a pro-rata basis. The wealth management agreement between you and Hyperion will continue in effect until either party terminates the agreement in accordance with the terms of the management agreement. Hyperion's annual fee will be pro-rated through the date of termination. Refunds are not applicable because fees are payable in arrears.

Additional Fees and Expenses

The fees are charged as described above and are not based on a share of capital gains of the funds of an advisory Client.

The Hyperion Wrap Fee Program fees do not include mark-ups and mark-downs, dealer spreads or other costs associated with the purchase or sale of securities, interest, taxes, or other costs, such as national securities exchange fees, charges for transactions not executed through Schwab, costs associated with exchanging currencies, wire transfer fees, or other fees required by law or imposed by third parties. The Account will be responsible for these additional fees and expenses.

All fees paid to Hyperion for investment advisory services are separate and distinct from the fees and expenses charged by mutual funds or exchange traded funds to their shareholders. These fees and expenses are described in each fund's prospectus. These fees generally include a management fee, other fund expenses, and a possible distribution fee. If the fund also imposes sales charges, a Client may pay an initial or deferred sales charge.

Each mutual fund, ETF, or variable annuity in which the Account may be invested will also charge a management fee, other internal expenses, and a possible distribution fee. Certain mutual funds offered through the Hyperion Wrap Fee Program may impose short-term trading charges (typically 1% - 2% of the amount originally invested) for redemptions made within short periods of time.

All of the fees and expenses discussed above will be indirect expenses borne by the Account, and will be in addition to the Hyperion Wrap Fee Program Fee. You should consider all of these fees and expenses (including the Hyperion Wrap Fee Program Fee) to fully understand the total amount of fees and expenses to be paid by the Account and to evaluate the advisory services being provided. The fees and expenses related to mutual funds, ETFs, or variable annuities are disclosed in their respective prospectus or summary disclosure document.

Other Important Considerations

In determining whether to establish a Hyperion Wrap Fee Program account, you are advised that the overall cost of the Hyperion Wrap Fee Program may be higher or lower than you might otherwise incur by purchasing separately the types of securities available in the Hyperion Wrap Fee Program. In order to compare the cost of the Hyperion Wrap Fee Program with unbundled services, you should consider the turnover rate in our investment strategies, trading activity in the account, and standard advisory fees and brokerage commissions that would be charged at Schwab, or at other broker-dealers and investment advisers.

The advisory fee also may cost the Client more than if assets were held in a traditional brokerage account. In a brokerage account, a Client is charged a commission for each transaction, and the representative has no duty to

provide ongoing advice with respect to the account. If the Client plans to follow a buy and hold strategy for the account or does not wish to purchase ongoing investment advice or management services, the Client should consider opening a brokerage account rather than a wrap fee program account.

The investment products available to be purchased in the wrap fee program can be purchased by Clients outside of a wrap fee program account, through broker-dealers or other investment firms not affiliated with Hyperion.

Account Requirements and Types of Clients - Item 5

We generally offer investment advisory services to individuals, pension and profit sharing plans and participants, trusts, estates, charitable organizations, corporations, and other business entities.

Hyperion generally requires a minimum account size of \$500,000 for advisory accounts. However, from time-to-time, in its sole discretion, Hyperion may accept smaller accounts based on various criteria, such as anticipated future assets, related accounts, and other factors.

Portfolio Manager Selection and Evaluation - Item 6

Portfolio Managers

Hyperion is the sole sponsor and portfolio manager of the Hyperion Wrap Fee Program. Each account is managed by the Associated Person assigned to the Client relationship. We have chosen not to utilize outside portfolio managers. Therefore, there is no selection and review of outside portfolio managers. Neither us, nor any third party reviews performance information to determine or verify its accuracy.

Where required, Associated Persons responsible for the management of the account are registered as investment adviser representatives. Clients should refer to each Associated Person's Form ADV Part 2B Supplement, provided to you along with the copy of our disclosure brochure, for more information about their disciplinary, business and educational backgrounds. Please contact us at (484) 584-4708 with any questions you may have.

Clients will receive statements directly from their account custodian(s) at least quarterly. Hyperion may also provide performance reports on an as needed basis.

Other Advisory Services

Please refer to Item 4 of the firm's Form ADV Part 2A Disclosure Brochure above for information about other advisory services offered by Hyperion.

Performance-Based Fees and Side-By-Side Management

Performance-based fees are based on a share of capital gains on or capital appreciation of the Client's assets. Side-by-side management refers to the practice of managing accounts that are charged performance-based fees while at the same time managing accounts that are not charged performance-based fees. We do not accept performance-based fees or participate in side-by-side management. Our fees are calculated as described in the *Advisory Business* section above, and are not charged on the basis of a share of capital gains upon, or capital appreciation of, the funds in your advisory account(s).

Investment Strategies

Please refer to Item 8 of the firm's Form ADV Part 2A Disclosure Brochure above for information about Hyperion's

investment strategies.

Methods of Analysis

Please refer to Item 8 of the firm's Form ADV Part 2A Disclosure Brochure above for information about the methods of analysis used by Hyperion.

Risk of Loss

Please refer to Item 8 of the firm's Form ADV Part 2A Disclosure Brochure above for information about risks associated with investments in securities.

Proxy Voting

Hyperion does not vote proxies. It is the Client's responsibility to vote proxies. Clients will receive proxy materials directly from the custodian. Questions about proxies may be made via the contact information on the cover page.

Client Information Provided to Portfolio Managers - Item 7

Hyperion is the sole sponsor of the Hyperion Wrap Fee Program and together with its portfolio managers has access to and is responsible for maintaining all information provided by Clients. Client information will be updated in the company records upon notification of changes provided by Clients and during Client meetings between Hyperion and Clients.

Confidentiality

Hyperion views protecting its customers' private information as a top priority, and pursuant to the requirements of the Gramm-Leach-Bliley Act, it has instituted policies and procedures to ensure that customer information is kept private and secure. Hyperion does not disclose any nonpublic personal information about its customers or former customers to any nonaffiliated third parties, except as permitted by law. In the course of servicing a Client account, Hyperion may share some information with its service providers, such as transfer agents, custodians, broker-dealers, accountants, and lawyers.

Hyperion restricts internal access to nonpublic personal information about its Clients to those employees who need to know that information in order to provide products or services to the Client. Hyperion maintains physical and procedural safeguards that comply with state and federal standards to guard a Client's nonpublic personal information and ensure its integrity and confidentiality. It is Hyperion's policy never to sell information about current or former customers or their accounts to anyone. We will not to share information unless required to process a transaction, at the request of the Client, or as required by law.

A copy of Hyperion's privacy policy notice will be provided to each Client prior to, or contemporaneously with, the execution of the agreement(s) for services. Thereafter, Hyperion will deliver a copy of the current privacy policy notice to its Clients upon any material changes to its privacy policies and practices. If you have any questions regarding your privacy, please contact our firm at (484) 584-4708.

Client Contact with Portfolio Managers - Item 8

Hyperion is the sole sponsor and portfolio manager to the Hyperion Wrap Fee Program. Clients are free to contact Hyperion or their designated investment adviser representative at any time with questions regarding the Hyperion Wrap Fee Program. We can be reached at (484) 584-4708.

Additional Information - Item 9

Disciplinary Information

Registered investment advisers are required to disclose all material facts regarding any legal or disciplinary events that would be material to your evaluation of us or of the integrity of our management. Neither we nor our management persons have a history of material legal or disciplinary events.

Other Financial Industry Activities or Affiliations

Hyperion Partners is a licensed insurance agency affiliated with Hyperion through common control and ownership. Hyperion Partners sells various insurance products for commission-based compensation. Certain Executive officers and other Associated Persons of Hyperion are also insurance agents and can effect transactions in insurance products for commission-based compensation. Clients should be aware that a conflict of interest is inherent in such an arrangement. Clients are instructed that the fees paid to the firm for advisory services are separate and distinct from the commissions earned by its Associated Persons for placing the Client in insurance products. Clients of Hyperion are not required to purchase insurance products from Hyperion Partners or the firm's Associated Persons and can purchase insurance products from any insurance agency and agent they choose.

Description of Our Code of Ethics

Hyperion has adopted a Code of Ethics (the "Code") to address investment advisory conduct. The Code focuses primarily on fiduciary duty, personal securities transactions, insider trading, gifts, and conflicts of interest. The Code includes Hyperion's policies and procedures developed to protect Client's interests in relation to the following topics:

- The duty at all times to place the interests of Clients first;
- The requirement that all personal securities transactions be conducted in such a manner as to be consistent with the Code;
- The responsibility to avoid any actual or potential conflict of interest or misuse of an employee's position of trust and responsibility;
- The fiduciary principle that information concerning the identity of security holdings and financial circumstances of Clients is confidential; and
- The principle that independence in the investment decision-making process is paramount.

A copy of Hyperion's Code of Ethics is available upon request to our firm at (484) 584-4708.

Personal Trading Practices

At times, Hyperion and/or its related persons may take positions in the same securities as Clients, which may pose a conflict of interest with Clients. In an effort to uphold our fiduciary duties to Clients, Hyperion and its related persons will generally be "last in" and "last out" for the trading day when trading occurs in close proximity to Client trades. Front running (trading shortly ahead of Clients) is prohibited. Should a conflict occur because of materiality (e.g., a thinly traded stock), disclosure will be made to the Client(s) at the time of trading. Incidental trading not deemed to be a conflict (e.g., a purchase or sale which is minimal in relation to the total outstanding value, and as such would have negligible effect on the market price) would not be deemed a material conflict requiring disclosure at the time of trading.

Portfolio Management Account Reviews

Hyperion monitors Client account holdings on a continuous basis, performs quarterly account reviews, and conducts formal account reviews at least annually. Accounts are reviewed by the Associated Person assigned to the account.

Additional reviews may be offered in certain circumstances. Triggering factors that may stimulate additional

reviews include, but are not limited to, changes in economic conditions, changes in the Client's financial situation or investment objectives, or upon Client request.

Clients will receive statements directly from their account custodian(s) at least quarterly. Hyperion may also provide performance reports on an as needed basis.

Brokerage Practices and Trade Aggregation

Please refer to Item 12 of the firm's Form ADV Part 2A Disclosure Brochure above for information about Hyperion's brokerage practices and trade aggregation.

Brokerage for Client Referrals

We do not receive Client referrals from broker-dealers and custodians with which we have an institutional advisory arrangement. Also, we do not receive other benefits from a broker-dealer in exchange for Client referrals.

Directed Brokerage

Hyperion does not allow Clients to direct the firm to use a specified broker-dealer other than one recommended by our firm. Not all advisers require their Clients to direct brokerage to a specific broker-dealer. By directing brokerage to only the recommended broker-dealer, we may be unable to achieve the lowest execution costs and you may pay more for these services than you would pay for comparable services available through other broker-dealers. However, consistent with our fiduciary duties and due diligence, we have determined that the broker-dealer recommended provides our Clients with quality services at competitive prices.

Client Referrals and Other Compensation

Hyperion has brokerage and clearing arrangements with Schwab and the firm may receive additional benefits from them in the form of electronic delivery of Client information, electronic trading platforms, institutional trading support, proprietary and/or third party research, continuing education, practice management advice, and other services provided by custodians for the benefit of investment advisory Clients.

Hyperion does not currently have any Client referral or compensation agreements with outside parties for domestic accounts as defined by Rule 206(4)-3 of the Investment Advisers Act of 1940 or similar state statute.

Financial Information

We are required in this Item to provide you with certain financial information or disclosures about Hyperion's, financial condition. Hyperion does not require the prepayment of over \$1,200, six or more months in advance. Additionally, Hyperion has no financial commitment that impairs its ability to meet contractual and fiduciary commitments to Clients, and it has not been the subject of a bankruptcy proceeding.

Requirements for State-Registered Advisors - Item 10

This section is not applicable because our firm is SEC registered